

Jun-25-03 04:26pm From-
Manager
Securities Operations

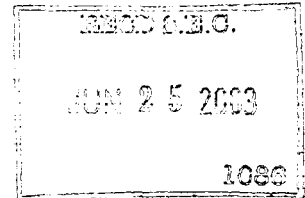
T-234 P.002/002 F-444
New York, NY 10005

tel: 212.656.5026
fax: 212.656.5893
pmadho@nysc.com



1-10306

June 25, 2003



Mr. Brian Johnson
Branch Chief
Securities and Exchange Commission
Branch of Filer Support 2
Room 1004 - STOP/1-4
450 Fifth Street, NW
Judiciary Plaza
Washington, DC 20549

PROCESSED

JUN 30 2003

THOMSON
FINANCIAL

Dear Mr. Johnson:

The New York Stock Exchange certifies approval for listing and registration under the Securities Exchange Act of 1934, The Royal Bank of Scotland Group Plc, Exchangeable Capital Securities, (Each of which represents Non-cumulative Dollar Preference Shares and American Depositary Shares) and Non-cumulative Dollar Preference Shares and American Depositary Shares (application for the Non-cumulative Dollar preference Shares and American Depositary Shares are made for listing, not for trading, but only in connection with the registration of American Depositary Shares pursuant to the requirements of the New York Stock Exchange) and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A received on June 25, 2003. Tentative listing date - June 26, 2003.

Sincerely,

A handwritten signature in cursive script, appearing to read 'David L. ...'.